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T.R.A. DOCKET ROOM

October 28, 2004

Mr. Aster Adams, Chief
Competitive Markets & Policy Division
Tennessee Regulatory Authority
460 James Robertson Pkwy.
Nashville, Tennessee 37243

Re: *Petition of NewSouth Holdings, Inc., NewSouth Communications Corp.,
and NuVox Communications, Inc. For Approval of an Internal Corporate
Reorganization, Transfer of Authority, and For Approval, As Necessary,
of Related Transactions*
Docket No. 04-00309

Dear Aster:

Enclosed please find the original and fourteen (14) copies of the FCC notification filed on behalf of NuVox, Inc. and subsidiaries in CC Docket No. 00-257.

If you have any questions or need any further information, please do not hesitate to contact me

Very truly yours,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

By 
Henry Walker

HW/krq

1001723 v1
101754-001 10/28/2004

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October 28, 2004

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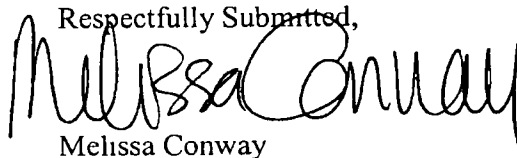
Marlene H Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W
Washington, D C 20554

Re: ***CC Docket No. 00-257. Notification of Transfer of Subscribers from
NewSouth Communications Corp and NuVox Communications, Inc. to
NuVox Communications, Inc f/k/a NewSouth Holdings, Inc Pursuant to
47 C F R Section 64.1120***

Dear Ms Dortch

Enclosed please find an original and four (4) copies of the above-referenced notification. Also enclosed is a duplicate copy of this filing. Please date-stamp the duplicate upon receipt and return it in the envelope provided. Should you have any questions with respect to this matter, please contact Melissa Conway at (202) 955-9667.

Respectfully Submitted,



Melissa Conway

Enclosures

cc: Best Copy & Printing, Inc

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October 28, 2004

BY HAND DELIVERY

Marlene H Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W.
Washington, D C 20554

Re. Notification of Transfer of Subscribers from NewSouth Communications Corp and NuVox Communications, Inc. to NuVox Communications, Inc. f/k/a NewSouth Holdings, Inc – **CC Docket No. 00-257**

Dear Ms Dortch

Pursuant to Section 64.1120 of the Commission's rules, 47 C.F.R. § 64.1120, NuVox Communications, Inc. f/k/a NewSouth Holdings, Inc. ("NuVox Communications"), by its attorneys, respectfully notifies the Commission that, in furtherance of an internal corporate reorganization undertaken by its parent corporation, NuVox, Inc., NuVox Communications intends to acquire all of the customers of NuVox Communications, Inc. ("NuVox") and NewSouth Communications Corp. ("NewSouth"), existing state operating subsidiaries of NuVox, Inc. NuVox Communications is complying with the Commission's rules and procedures governing compliance with section 258 of the Communications Act of 1934, as amended, including the provision of advanced written notice to all affected customers. In conformity with Commission rules, NuVox Communications provides the following information:

Parties to the Transaction: The parties involved in the transaction are NuVox Communications, Inc., NewSouth Communications Corp. and NuVox Communications, Inc. f/k/a NewSouth Holdings, Inc., the acquiring carrier. All the parties to the transaction are subsidiaries of NuVox, Inc.

KELLEY DRYE & WARREN LLP

BY HAND DELIVERY

Marlene H. Dortch, Secretary

October 28, 2004

Page Two

Types of Telecommunications Services Provided to the Affected Subscribers:

NuVox and NewSouth currently provide competitive local exchange, long distance (domestic and international), and data services to their subscribers. NuVox Communications will provide the same services to these subscribers.

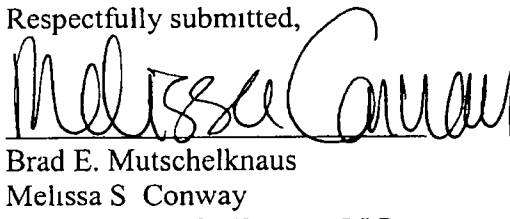
Date of Transfer of the Subscribers to Acquiring Carrier: NuVox and

NewSouth intend to transfer all of their subscribers to NuVox Communications on January 1, 2005 or as soon thereafter as all necessary regulatory approvals have been obtained.

Attached to this letter are (a) NuVox Communications' certification of compliance with the requirements of the Commission governing transfers of subscribers, and (b) copies of the notices sent to the affected subscribers, as required under the rules

Please contact the undersigned if you have any questions concerning this notification

Respectfully submitted,



Brad E. Mutschelknaus

Melissa S. Conway

KELLEY DRYE & WARREN LLP

1200 19th Street, N.W., Suite 500

Washington, D.C. 20036

(202) 955-9600

Counsel for NuVox, Inc. and subsidiaries

Attachments


ATTACHMENT A
CERTIFICATION OF COMPLIANCE

CERTIFICATION OF NUVOX COMMUNICATIONS, INC.

The undersigned hereby certifies as follows:

1. I have read the foregoing document and hereby verify that the statements therein are true, complete and correct to the best of my knowledge.
2. In accordance with Section 64.1120(e) of the Commission's rules, 47 C.F.R. §64.1120, NuVox Communications, Inc. f/k/a NewSouth Holdings, Inc. will comply with the required FCC procedures for the acquisition of all of the customers of NuVox Communications, Inc. and NewSouth Communications Corp., including the provision of advanced written notice to all affected subscribers.

NUVOX COMMUNICATIONS, INC.

By: _____

Name: Riley M. Murphy

Title: General Counsel

Date: October 25, 2004

Sworn and subscribed to before me this
26th day of October 2004.


Notary Public

My Commission expires: 05-12-2014

ATTACHMENT B

CUSTOMER NOTICES

<<INSERT DATE>>

IMPORTANT NOTICE REGARDING YOUR TELEPHONE SERVICE

Dear NewSouth Communications Customer

As you are aware, in May of this year, an acquisition subsidiary of Nuvox, Inc ("NuVox") and NewSouth Holdings, Inc, the parent company of NewSouth Communications Corp ("NewSouth Communications"), your existing telecommunications service provider, completed a merger of equals. As a result, NewSouth Communications' ultimate parent company became NuVox.

This notice is to advise you that NuVox, in an effort to streamline its corporate structure, plans to merge its two operating subsidiaries in the Southeast through a series of internal transactions. As part of this process, NuVox is requesting regulatory approval of the transfer of your account and services from NewSouth Communications to NuVox Communications, Inc, a Delaware company, d/b/a NuVox Communications ("NuVox Communications"), which will continue to provide you with quality telecommunications services.

No action on your part is required.

You will continue to use the same telephone numbers you currently do and there will be no fees or charges applied in connection with the transfer of your service. As a NuVox Communications customer, you will continue to receive telecommunications services at the same rates, terms and conditions specified in your existing contract with NewSouth Communications or, where applicable, pursuant to applicable tariffs. NuVox Communications will notify you of any future changes in rates, terms and conditions of service as required by the terms of your existing contract or by law.

NuVox anticipates that the date for the transfer will be January 1, 2005, provided that the necessary regulatory approvals have been obtained. As of that date, NewSouth Communications will no longer be your service provider, instead, your service will be provided by NuVox Communications. NuVox is confident that you will find that remaining with us is the smart choice to meet your needs, however, NuVox realizes that you have a choice of telecommunications carriers, and you may choose another carrier at any point. If you have not notified us that you have arranged with another carrier for service to commence on or before the date NewSouth Communications transfers your service to NuVox Communications, you will automatically become a NuVox Communications customer. You are hereby notified that your customer service agreement will be assigned to NuVox Communications on the date NuVox Communications becomes your service provider as described in this letter, anticipated to be January 1, 2005. Please note that if you have a term contract with NewSouth Communications, you will still be responsible for any applicable early contract termination charges if you choose a service provider other than NuVox Communications.

If you have placed a "freeze" on your NewSouth Communications services to prevent their unauthorized transfer to another carrier, it will be automatically lifted to implement the transfer to NuVox Communications. At your request, NuVox Communications will reestablish freeze protection for you after the transfer.

If you have any questions about the transfer of your service to NuVox Communications or about NuVox in general, please visit www.nuvox.com or call 800-800-9681. For all questions regarding billing, repairs, service needs or complaints, please contact NuVox Communications at 800-800-9681.

We look forward to continuing to provide service to you!
Cordially,

NuVox, Inc

<<INSERT DATE>>

IMPORTANT NOTICE REGARDING YOUR TELEPHONE SERVICE

Dear NuVox Customer

As you are aware, in May of this year, an acquisition subsidiary of Nuvox, Inc. ("NuVox"), the parent company of your existing telecommunications provider, NuVox Communications, Inc., and NewSouth Holdings, Inc. completed a merger of equals

This notice is to advise you that NuVox, in an effort to streamline its corporate structure, plans to merge its two operating subsidiaries in the Southeast through a series of internal transactions. As part of this process, NuVox is requesting regulatory approval of the transfer of your account and services from NuVox Communications, Inc., a South Carolina company, to NuVox Communications, Inc., a Delaware company, d/b/a NuVox Communications ("NuVox Communications"), which will continue to provide you with quality telecommunications services

No action on your part is required.

You will continue to use the same telephone numbers you currently do and there will be no fees or charges applied in connection with the transfer of your service. As a NuVox Communications customer, you will continue to receive telecommunications services at the same rates, terms and conditions specified in your existing contract with NuVox Communications, Inc. or, where applicable, pursuant to applicable tariffs. NuVox Communications will notify you of any future changes in rates, terms and conditions of service as required by the terms of your existing contract or by law.

NuVox anticipates that the date for the transfer will be January 1, 2005, provided that the necessary regulatory approvals have been obtained. As of that date, NuVox Communications, Inc. will no longer be your service provider, instead, your service will be provided by NuVox Communications. NuVox is confident that you will find that remaining with us is the smart choice to meet your needs, however, NuVox realizes that you have a choice of telecommunications carriers, and you may choose another carrier at any point. If you have not notified us that you have arranged with another carrier for service to commence on or before the date NuVox Communications, Inc. transfers your service to NuVox Communications, you will automatically become a NuVox Communications customer. You are hereby notified that your customer service agreement will be assigned to NuVox Communications on the date NuVox Communications becomes your service provider as described in this letter, anticipated to be January 1, 2005. Please note that if you have a term contract with NuVox Communications, Inc., you will still be responsible for any applicable early contract termination charges if you choose a service provider other than NuVox Communications.

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We look forward to continuing to provide service to you!

Cordially,

NuVox, Inc.